

Minutes of the Special Board meeting of Southern Energy Co-operative Ltd, 25 November 1996
PRESENT: Bridget Croft, Robert Gourley, Richard Greaves, David Griffiths, John Neve and Lois Wishart
ABSENT: Philomeni Tenni

The Chairman and the Secretary noted that the purpose of the meeting was to prepare a recommendation on the future of the co-operative for a members meeting.

Richard Greaves read his Interim Chairman's Report to the meeting.

The Secretary reported that Maria Imrei had not attended more than three consecutive meetings without an apology and, therefore, her position could be declared vacant.

1. That Bob Gourley be co-opted to fill the vacancy on the Board.

MOVED: David Griffiths SECONDED: John Neve CARRIED

David Griffiths referred to the documents that had been mailed to directors before the meeting:

1. Memorandum from David Griffiths: An Informed Decision, 18 November 1996
2. Post Registration Guide For Co-operatives in Victoria, February 1994
3. Co-operatives Bill Second Reading, 14 November 1996
4. New South Wales Treasury Electricity Reform TaskForce Retail Competition in Electricity Supply, June 1996
5. Memorandum from Richard Greaves: Interim Chairman's Report, 21 November 1996
6. Memorandum from David Griffiths: SWOT, 18 November 1996
7. Memorandum from David Griffiths: Options, 18 November 1996
8. Memorandum from David Griffiths: Revised Terms of Reference, 17 November 1996
9. Southern Energy Co-operative Ltd Future Plan:
 - Agenda
 - Our Successes
 - Mission Statement
 - Co-operative History
 - Challenges

It was agreed to focus on 7: Memorandum from David Griffiths: Options:

Options	Advantages	Disadvantages
Maintain status quo	Assumes that there will be a future role for co-operative.	Co-operative is basically inactive as a co-operative and perceived to be by its members. There is insufficient income to pay for minimal costs such as an audit and membership of Co-operative Energy Ltd and the Co-operative Federation of

		Victoria Ltd.
Generate activity and membership	Activity could generate membership, would provide income and could increase membership activity.	This requires existing directors and members to become active.
Merger or Transfer engagements	This would enable active directors and members to continue as members of an active co-operative.	Co-operative Energy Ltd may not be willing to agree to a transfer of engagements or a merger. Mergers are subject to approval of the Registrar and a notice published in a daily newspaper. (84a Co-operation Act 1981)
Wind-up co-operative	Majority of members are not committed. A minority is committed. Co-operatives are member-driven and a minority is driving the co-operative. A voluntary wind-up is possible. (192 Co-operation Act 1981)	There is a minimal cost involved and will involve a certificate of the registrar. (192 Co-operation Act 1992)

After discussion, the following resolution was put:

2. That this meeting endorse option 2 of the Options paper of 18 November 1996: Generate Activity and Membership.

MOVED: John Neve SECONDED: Richard Greaves CARRIED

Based on 2, David Griffiths said that he would draft a report for a members meeting.

Bridget Croft formally tended her resignation:

I Bridget Croft regretfully resign as a Director of Southern Energy Co-operative Ltd due to ill health.

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3. That Bridget Croft's resignation be accepted.

MOVED: David Griffiths SECONDED: John Neve CARRIED

Richard Greaves tended his resignation as Chairman and David Griffiths thanked him for his assistance.

4. That Bob Gourley be appointed Chairman for the next six months.

MOVED: Richard Greaves SECONDED: David Griffiths CARRIED

5. That this meeting express its thanks to Lois for her kindness in allowing us to have meetings at her cafeteria which has been of considerable assistance to the co-operative.

MOVED: Richard Greaves SECONDED: Bob Gourley CARRIED

There was some discussion on the usefulness of a workshop and it was noted that this could be discussed at the next Board meeting.

It was agreed to call a members meeting on 3 February 1997. NEXT MEETING: 6 January 1997

Bob Gourley 6/1/97.